

# **EXHIBIT D**



Sears Roebuck Acceptance Corp.  
3711 Kennett Pike  
Greenville, DE 19807

Nancy Houghton-Lynch  
Vice President, Working Capital  
January 29, 2009

BNY MidWest Trust Company  
Ms. Mary Callahan  
Asst. Vice President  
2 N. LaSalle Street, Suite 1020  
Chicago, IL 60602

RE: SRAC MTN Series B – Increase Availability

Dear Ms. Callahan:

Confirming your telephone conversation today with Jodie Quinn, please accept this letter as your authorization to increase the availability on the SRAC MTN B Series by \$1B to a total of \$3B.

Please acknowledge your agreement to this increase of the availability by signing and returning, a copy is enclosed for your files.

Please contact me at 302.434.3155 if you have any questions.

Sincerely,

*Nancy Houghton-Lynch*

NHL:jq

Agreed and Accepted: *Mary Callahan* Dated: 1/29/09